

Alexandria and Area Women Entrepreneurs

BY-LAWS

ARTICLE I NAME AND MAILING ADDRESS

Alexandria and Area Women Entrepreneurs
P.O. Box 1304, Alexandria, Ontario K0C 1A0

ARTICLE II PURPOSE

To provide a forum in which women of Alexandria and Area may benefit from opportunities to network, to increase knowledge, and to share ideas.

ARTICLE 111 MEMBERSHIP

A. Membership is open to all women in business, women with entrepreneurial interests, and women wanting to learn more about business and/or business opportunities.

1. Benefits of Membership

- a. Networking opportunities.
- b. Opportunity to profile the members' business to a wide audience
- c. Opportunity to vote and to run for position on Board of Directors.
- d. Opportunity to display business cards and brochures on display table.
- e. Opportunity to be listed on the AWE web site.

2. Responsibilities of Membership.

1. To attend meetings regularly
2. To support and promote member's business
3. To inform others about Alexandria and Area Women Entrepreneurs, and to invite prospective members to join.

ARTICLE IV OFFICERS

A. Officers of the Board:

1. **Qualifications:** To become an Officer, the person must be a paid-up Member of Alexandria and Area Women Entrepreneurs. She shall be a person interested in furthering the objectives of the Alexandria and Area Women Entrepreneurs.
2. **Selection:** She must be elected or acclaimed to the position.

B. List of Officers of Alexandria Women Entrepreneurs

Chairperson, Vice-Chairperson, Past Chairperson, Secretary, Treasurer.

C. Method of Selection

The members assembled of Women Entrepreneurs of Alexandria and Area shall elect the Officers, with two exceptions. The position of Chairperson will automatically be assumed by the former Vice-Chairperson at the end of her one year term and the position of Past Chairperson will automatically be assumed by the former Chairperson at the end of her one year term.

D. Duties of Each Officer:

Chairperson

The Chairperson will chair meetings of the General Membership and the Board of Directors. She will have ultimate responsibility for overseeing the operation of the organization. She is the Ex-Officio member of all committees. She acts as spokeswoman /liaison with the public and the media regarding Network matters, whenever necessary. She keeps the membership informed regarding any information received that may be of benefit to them.

Vice-Chairperson

The Vice-Chairperson will prepare herself for the leadership of the Network. As such, she is expected to be alert to everything that is going on in the general membership and the Board of Directors. She coordinates meal service plans for the monthly general meetings. She chairs the general meetings and Board meetings in the absence of the Chairperson. She automatically assumes the position of Chairperson after her one-year term.

Past-Chairperson

The Past-Chairperson chairs the Nominating Committee and is in charge of elections. In case of a tie, the Past Chairperson casts the deciding vote. She chairs the Selection Committee for Awards Presentation. She provides guidance to the incoming executive.

Secretary

The Secretary attends all Board meetings, and records and distributes minutes. She is responsible for writing, answering and keeping all correspondence; for retrieving the mail at the post office, and in cooperation with the President, she will setup the agenda for all meetings.

Treasurer

The Treasurer has the overall responsibility for maintaining the finances of the Network. She is responsible for depositing all revenue to the bank. She checks the number of guests for dinner and arranges for payment of same. She pays all bills promptly. She informs the Executive of the financial position of the Network. She provides a copy of the Yearly Financial statement to each member at the Annual General Meeting.

ARTICLE V BOARD OF DIRECTORS

A. Directors of the Board

- 1. Qualifications:** To become a Director, the person must be a paid-up member of Alexandria and Area Women Entrepreneurs. She shall be a person interested in furthering the objectives of Alexandria and Area Women Entrepreneurs.
- 2. Selection:** She must be elected or acclaimed to the position.

B. Number of Directors: There shall be **2** Directors and **5** Officers.

C. Duties:

Membership Director:

- Communications with members
- Welcoming and greeting people at the door
- Processing membership applications

Events Co-ordination Director:

- Booking of speakers and profilers
- P.R., media, Public Relations
- Communicated 'events list' to members

D. Executive Committee of Board

- 1. Membership:** The Executive Committee shall consist of the Chairperson, Vice-Chairperson, Past Chairperson, Secretary and Treasurer.
- 2. Duties:** The Executive Committee has all the powers of the Board of Directors during the intervals between the Meetings of the Board.

E. Meetings of the Board.

Meetings shall be held monthly.

ARTICLE VI MEETINGS

A. Annual

The Annual General Meetings shall be held in May of each year. The new executive will assume responsibilities in September.

D. Regular

Regular meetings will be held on every 2nd Thursday of each month.

ARTICLE VII COMMITTEES

Ad hoc committees will be struck, as required

ARTICLE VIII FINANCES

A. Fiscal Year

The fiscal year will begin September 1st and end August 31st .

B. Budget.

The Annual Budget is prepared by the Treasurer and approved by the Board.

The Board must approve any expense or donation under \$ 500.00. Any expense or donation above \$ 500.00 will be brought to the General Membership for approval.

There are two exceptions: the bill for our monthly meals will be paid to the restaurant, **and** designated expenses will be reimbursed upon submission of a supporting receipt.

C. Dues

-Annual membership dues of \$30.00 will be collected each September.

-Members who wish to have a dual membership with WE Cornwall will be required to pay \$45.00.

-Should a person decide to sign up for Membership in March or later, the dues for the remaining period until September will be \$15.00.

-Any second, or subsequent member, from the same business will be required to pay \$15.00 for a membership.

D. Cheque Signing Authority

Three people will have cheque- signing authority; the Treasurer, Chairperson, and Vice-Chairperson. Each cheque will require two signatures.

E. Banking

Banking for Alexandria and Area Women Entrepreneurs shall be conducted at the Caisse Populaire in Alexandria as approved by resolution of the Board of Director

ARTICLE IX LENGTH OF TERM IN OFFICE

Chairperson	One year	2-year commitment: 1 year as Chair 1 year as Past Chair
Vice-Chairperson	One year	3-year commitment: 1 year as Vice-Chair 1 year as Chair 1 year as Past Chair
Past Chairperson	One Year	
Secretary	Two Years	
Treasurer	Two Years	(Secretary and Treasurer are elected in alternative years)
Directors	One Year	

ARTICLE X ELECTION

A. Time and Method of Nominating.

The Past-Chairperson will receive nominations from April up until the time of the voting.

B. Time and Method of Election.

1. Time of Election

Elections will be held annually at the May Annual General Meeting of the Membership.

2. Who May Vote

Paid-up members may vote.

3. Method of Election

Officers and Directors will attain their position either by acclamation or by secret ballot.

3. Vote Necessary to Elect

Those with the most votes will be elected to the position for which they are running.

ARTICLE XI QUORUM

A. Meetings of the Women Entrepreneurs of Alexandria and Area

A simple majority, (50% plus) of all members in attendance of any meeting will constitute a quorum.

B. Meeting of the Board of Directors

A simple majority, i.e. 4 of 7, will constitute a quorum.

ARTICLE XII REMOVAL OF DIRECTORS

A. Grounds for Action.

A Director may be removed from Office at a General Meeting of the Members when:

1. She asks to be removed
2. The Director has failed to meet the Qualifications of a Director of AWE.
3. The Director absents herself from three consecutive Meetings of the Board without valid reason.

Once a Director has been removed, the Executive may elect any eligible person in her place by a majority of the votes at an Executive Meeting.

ARTICLE XIII PARLIAMENTARY AUTHORITY

Roberts Rules provides the framework for all business meetings conducted by Alexandria and Area Women Entrepreneurs

ARTICLE XIV BYLAWS

A. Passing

A bylaw and amendment repeal, or a re-enactment of a bylaw must be;

- a) passed by resolution of the Board of Directors; and
- b) confirmed at a General Meeting of the Membership called for the purpose of considering the bylaw; or
- c) confirmed in writing by all the Members entitled to vote at the General Meeting; or
- d) if not confirmed in the meantime, then, confirmed at the next Annual General Meeting of the Membership

Confirmation by the Membership shall require an affirmative vote of at least two thirds (2/3) of the votes cast at the Meeting.

B. When Effective

A bylaw and amendment, repeal, or a re-enactment of a bylaw is effective:

- a) when passed and confirmed as in **ARTICLE XIV A**, and
- b) until the next Annual General Meeting of the Membership if passed by the Board but not confirmed by the Membership at an Annual General Meeting.

C. Members' Power.

The Membership at the Annual General Meeting may confirm, reject, amend or otherwise deal with any bylaw passed by the Directors and submitted to the Members for confirmation (Members must be notified 2 weeks before Annual General Meeting).

No acts done or rights acquired under a bylaw are prejudicially affected by the rejection, amendment, or dealing with the bylaw by the Members

Passed by: Board of Directors on February 13, 2006

Confirmed by the members and dated on March 9, 2006